


WHISTLEBLOWING SPEAK UP POLICY

Prepared by:	Prepared by Els HOSTYN, Group Internal Audit & Risk Director
Approved by:	Approved by Darie ROBRRECHT, Group Legal Director and Pieter-Jan SONCK, CFO

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	WHISTLEBLOWING / SPEAK UP POLICY	Page: 1 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---


CONTENTS

1.	Purpose	2
2.	Scope of the Policy.....	2
3.	Reporting process	4
4.	Confidentiality & anonymity.....	6
5.	Protection or non-retaliation	6
6.	Protection measures for the persons concerned.....	7
7.	Processing of personal data	8
8.	Definitions	8

Important note:

This document is a Procedure with step-by-step- instructions to assist with the implementation of a Policy. Whereas a Policy outlines general principles, a procedure takes into account the specific nature of the operations and the organization of each BIG Company.

Please, consult B.I.G.'s intranet for more information about the development of policies, procedures, guidelines, forms and lists.

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 2 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

1. Purpose

‘We act with integrity and value open communication’ is one of B.I.G.’s values.

Speaking up to raise an integrity concern as early as possible protects B.I.G. community: our company, our people and our stakeholders.

B.I.G. is committed to conducting its business in accordance with all applicable laws, rules and regulations and the highest ethical standards. This strong commitment is embodied in our Code of Business Conduct and Ethics and in our Anti-Bribery Compliance Policy.

We place the bar high for ourselves, and expect also the same from our suppliers. The Supplier Code of Conduct sets out a number of principles in the areas of ethical and social conduct, governance and health, safety and environment for which we expect adherence to as a condition for doing business with us.

Therefore, B.I.G. aims to preserve and stimulate a corporate culture that is characterized by its ethical values and principles, including honesty and transparency. As a consequence, every person should be aware of the opportunity, and more importantly the responsibility, to immediately report potential breaches that may cause any kind of detriment to the financial standing, performance and/or reputation of B.I.G..

By doing so, every person is assured that those reports can be made without facing any risk of retaliation and that their concerns will be investigated in a fair and confidential matter.

The existing internal control and operating procedures intend to prevent and discourage all forms of misconduct. Nevertheless, they do not guarantee absolute prevention of breaches and irregularities. Consequently, whistleblowing is promoted as an additional and effective instrument to detect and limit the number of violations as it facilitates communication of suspicions and reasonable doubts about potential misconduct with prejudice and fear of retaliation.

The Policy is therefore intended to encourage the reporting of any unethical, unlawful or improper behavior, both Breaches that fall within the scope of the Whistleblowing Directive and applicable national law, as well as any other unacceptable, improper, dishonest, fraudulent, corrupt, illegal or unethical behavior with respect to laws and regulations, the Code of Business Conduct & Ethics, internal policies and the Supplier Code of Conduct.


The Policy outlines how to raise these concerns and suspicions of potential breaches or acts of misconduct, how we will address the reports and how we will protect whistleblowers where they had reasonable grounds to suspect a Breach or Misconduct.

2. Scope of the Policy

2.1 What to report

All Breaches and Misconduct, including – and without being limited to – the following, can be reported:

- illegal acts;
- violation of the Code of Conduct and/or other B.I.G. policies applicable within the organization;
- incorrect reporting and accounting;
- fraud and theft;
- bribery and corruption;
- unauthorized disclosure of trade secrets and confidential information
- exhibiting undesirable and/or unethical behavior;
- damages to safety and health of an individual
- issues and any other conduct that may cause harm to B.I.G., its reputation or its’ employees;
- individual afflictions encountered during or related to working with B.I.G..

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 3 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

Consequently, the policy does not cover personal work-related grievances that are not non-adherence to the B.I.G.'s Code of Business Conduct and Ethics. For these complaints, we refer you to your respective HR contact person or management.

2.2 Who can report

The Policy applies to all persons who report a concern in Good Faith after acquiring, in a Work-related context, legitimate information on potential Breaches or Misconduct. Such persons include, but are not limited to:

- Employees (whether permanent, fixed-term or temporary), senior and executive managers;
- External individuals, including those whose work-based relationship has ended or has yet to begin e.g. contractors, consultants, service providers, suppliers, business partners, distributors, volunteers, joint venture partners, customers;
- Shareholders, members of the Board of Directors and other persons occupying any supervising, management and/or administrative functions of B.I.G. or its affiliates. This also includes non-executive members, voluntary workers and interns, regardless of their remuneration.

2.3 Out of scope

The purpose of the Policy is not to oppose B.I.G. business and/or financial decisions, nor is it intended to evaluate elements that are subject to other policies, regulations or procedures.

In all cases where specific internal policies, rules and/or procedures of the company are applicable, these have to be consulted in order to appropriately handle and report specific types of Breaches and/or Misconduct. Examples of such Breaches and/or Misconduct can be bribery, corruption, fraud, etc.


In addition, B.I.G. points out that it proactively opens the Policy and the Internal reporting channel to reports on Misconduct and to all legal entities of the group. Reports on Misconduct and reports within a company with less than 50 employees are however not covered by the specific protection mechanism and rules determined in the Whistleblowing Directive, incorporated in local legislation. The Whistleblowers are thus aware that the legal protection mechanisms do not apply to these reports on Misconduct or reports in a legal entity with less than 50 employees. However, B.I.G. ensures the same level of confidentiality to each Whistleblower via the Internal reporting scheme.

2.4 Relevant regulatory context

The Policy is in line with the requirements as stated in the Whistleblowing Directive, international standards and principles of corporate governance.

The Policy applies to all B.I.G.'s businesses, affiliates, divisions and offices. It also applies across all jurisdictions where we operate. If local legislation, regulation, or laws provide a higher level of protection than what is included in the Policy, the local legislation will take precedence.

These regulation are thus country-dependent and local rules may apply to the Whistleblowers' report. The Policy therefore includes country-specific annexes, with a link to the local law, the competent External reporting scheme and possible relevant country-specific obligations.

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 4 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

3. Reporting process

3.1 When to report

It is important to disclose relevant information as soon as possible after becoming aware of the integrity concern. Early reporting will help to protect B.I.G. and our people. Reports can be made anonymously, but anonymous reports are not encouraged. Employees are encouraged to share their name and contact information when making a report, since this enhances the investigation process.

The Whistleblower should have reasonable grounds to suspect a Breach or Misconduct; hard evidence is not required.

It is important that the concerns raised are genuine and not based on hearsay, gossip or rumor. Alleging improper behavior on the part of another person can be damaging to that person and others so it is important that any allegations can be supported with enough information to support a reasonable basis for an investigation.

3.2 How to report

According to the following procedures in the Policy, reports can be communicated through either Internal (Breach or Misconduct) or External (Breach) reporting channels.

In line with the advice of EU authorities and social partners, it is advised to report Breaches through the Internal reporting channel.

Regarding reports of Misconduct, preference is given to (i) reporting to line management (or the Whistleblowing Hotline) and (ii) reporting in accordance with specific procedures that would apply (e.g. regarding psychosocial risks at work).

In this way, notifications can always be handled swiftly by a dedicated team, with a high level of expertise, as well as knowledge and insights relating to the specifics of B.I.G., while the Whistleblowers do not face a risk of Retaliation.

3.2.1 Internal reporting

For Internal Reporting, B.I.G. provides a Speak Up platform, i.e. a tool through which Whistleblowers can register any report in a safe, confidential and compliant environment via <https://bintg.whispli.com/lp/speakup>


Subject to country-specific laws and regulations, this hotline also allows Whistleblowers to report information on Breaches anonymously.

In addition to the tool, there are numerous other reporting channels available to report Breaches or Misconduct :

- Email: bhw-internalaudit@bintg.com or els.hostyn@bintg.com
- Line management
- Via Post to Group Internal Audit – Kalkhoevestraat 16 0.1 8790 Waregem - Belgium
- Physical meeting with person(s) of the Designated Team
- By telephone: +32 479 97 11 61 – Els Hostyn, Group Internal Audit & Risk Director

Please note that we might ask for your consent to make a recording or a telephone conversation, voice message, or physical meeting, or to make a complete and accurate transcript of the conversation, as required by law.

Consistent with the pertinent regulations and laws, the persons responsible for the follow-up of an incident – from the Designated Team – are bound by confidentiality. The Designated Team can be composed of business or

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 5 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

legal experts, on a need to know basis, to ensure a correct investigation. All members of the Designated Team are bound by the same confidentiality obligations and standards when investigating Breaches or Misconduct.

If the report was not made anonymously, only the Designated Team will have access to the identity of the Whistleblower.

B.I.G. must and will keep a register of each report received, in accordance with the legal confidentiality requirements.

3.2.2 External reporting

Whistleblowers can also report through external reporting channels (e.g. if the internal reporting channels mentioned above were used but did not function properly).

Besides, the External reporting channels can be used directly if the use of Internal reporting channels cannot reasonably be expected to function properly, which notably is the case where Whistleblowers have valid reasons to believe that they would suffer Retaliation in connection with the reporting.

External Reporting channels include national reporting channels and, where appropriate, reporting channels of the European Union. A link to the national reporting channels is included in the country-specific annexes to the Policy.

3.2.3 Public disclosure

Whistleblowers can still benefit from protection when they publicly disclose Breaches if they comply with the below requirements. Public Disclosure should however be the last resort:

Indeed, a person who makes a public disclosure shall only qualify for protection if either of the following conditions is met:


- the person first reported internally and externally, or directly externally, but no appropriate action was taken in response to the report within the timeframe mentioned below.
- the person has reasonable grounds to believe that the Breach may constitute an imminent or manifest danger to the public interest, such as where there is an emergency situation or a risk of irreversible damage.
- the person has reasonable grounds to believe that in the case of External reporting, there is a risk of retaliation or there is a low prospect of the Breach being effectively addressed, due to the particular circumstances of the case, such as those where evidence may be concealed or destroyed or where an authority may be in collusion with the perpetrator of the Breach or involved in the Breach.

3.3 Investigation of reports

B.I.G. guarantees to all potential Whistleblowers that all internal reports made in Good Faith within the framework of the Policy will be thoroughly and impartially investigated.

The following steps are performed :

- The Designated Team will acknowledge having received the report by notifying the whistleblower within 7 days of that receipt;
- The Designated Team will do an initial assessment to confirm it is a valid report;
- The Designated Team will start the investigation. The format of the investigation may vary depending on the circumstances. The investigation can include corresponding with the Whistleblower;

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 6 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

- The Designated Team will follow-up on the reports and provide feedback to the whistleblower and requesting him/her for additional information when required and possible. This feedback will be provided to the Whistleblower within 3 months as of the receipt of the report at the latest. The content and extent of this feedback is determined on a case by case basis;
- The final outcome of the investigations related to the Whistleblower's report will be shared with the Whistleblower to the extent that sharing such information is allowed and relevant;
- The information included in the report will be transmitted by the Designated Team to the competent authorities or public bodies in due time to the extent allowed or required by applicable legislation. In those cases, B.I.G. still aims to safeguard the confidentiality of the Whistleblower's identity.

In case the Breach or Misconduct is proven, B.I.G. assures that appropriate and proportional remedial actions will be taken which can include disciplinary actions and even termination of employment or legal claims. Furthermore, B.I.G. strives to implement the necessary steps to prevent additional occurrences of such a Breach or Misconduct, to a reasonable extent.

If a Breach or Misconduct is reported through other channels than the ones described in section 3, the staff members who received the report must promptly transmit the unmodified report via the Whistleblower Hotline for further examination. When forwarding such a report, the staff member should respect the Whistleblower's confidentiality and is consequently prohibited from disclosing any information that might reveal the identity of the Whistleblower or other concerned parties if the Whistleblower requested anonymity and the applicable national regulations allow such anonymity.

4. Confidentiality & anonymity

B.I.G. aims to preserve the confidentiality of Whistleblowers or other individuals who provide information in the course of an investigation, in general. The identity of the Whistleblower will not be disclosed to anyone beyond the Designated Team, without the explicit consent of the Whistleblower. Information may have to be disclosed by B.I.G. only where this is a necessary and proportionate obligation imposed by law in the context of investigations by national authorities or judicial proceedings, including with a view to safeguarding the rights of defense of the person concerned. Whistleblowers will be informed before their identity is disclosed, unless such information would jeopardize the related investigations or judicial proceedings. This also applies to any other information from which the identity of the Whistleblower can be directly or indirectly deducted.

When the Whistleblower makes use of one of the previously mentioned reporting channels (see section 3), he or she is stimulated to identify him- or herself to facilitate the investigation procedure. Nevertheless, anonymous reporting will still be possible if in line with the applicable laws and regulations. Whistleblowers should therefore be aware that in some jurisdictions anonymous reporting is not allowed.


The ability of the Whistleblower to receive feedback on the status of any investigation depends on whether the report was made anonymously. In addition, reporting anonymously also has a certain impact on the organization itself, more specifically on how the investigation will be conducted and/or how the Whistleblower will be protected.

5. Protection or non-retaliation

In general, Retaliation or threats of Retaliation against individuals will not be tolerated or permitted under any circumstances.

Examples of Retaliation include – but are not limited to – the following:

- any form of adverse employment action;

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 7 Date: 15/02/2023 Version: 2023.01
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- demotion or withholding of promotion;
- suspension;
- disciplinary measures;
- threats;
- intimidation;
- harassment.

If an employee or a party with whom B.I.G. has a business relationship, is confronted with behavior that he or she believes constitutes Retaliation, that person should immediately report it according to the guidelines of the Policy. B.I.G. will subsequently investigate the report and take immediate and appropriate action.

For the reporting of Breaches, the Whistleblowing Directive imposes specific protection mechanisms.

Where a Whistleblower reports information on a Breach in accordance with the Policy, they shall not be considered to have breached any restriction on disclosure of information and shall not incur liability of any kind in respect of such a report or public disclosure provided that they had reasonable grounds to believe that the reporting or public disclosure of such information was necessary for revealing a breach.

A Whistleblower reporting a Breach shall not incur liability in respect of the acquisition of or access to the information which is reported or publicly disclosed, provided that such acquisition or access did not constitute a self-standing criminal offence. In the event of the acquisition or access constituting a criminal offence itself, criminal liability may be incurred based on applicable national law.

In legal proceedings, including for defamation, breach of copyright, breach of secrecy, breach of data protection rules, disclosure of trade secrets, or for compensation claims based on private, public, or on collective labor law, Whistleblowers shall not incur liability of any kind as a result of reports of a Breach or public disclosures of a Breach.

When reporting a Breach, Whistleblowers can also be entitled to:

- legal aid in cross-border criminal and civil proceedings in accordance with the Whistleblowing Directive as well as legal assistance and advice;
- financial assistance and other support measures.

B.I.G. would like to emphasize however that also Whistleblowers reporting Breaches are not safeguarded from remedial actions as a result of their own misconduct. If a colleague makes a report, they may still face action for unrelated misconduct.


Moreover, the provision of false and/or misleading information with respect to an investigation of a report, will not be tolerated and is subject to appropriate disciplinary action such legal proceedings, suspension or even redundancy. Likewise, a colleague that impedes or restrains another from making a report in Good Faith or seeking help necessary to make the report shall be subject to appropriate action.

6. Protection measures for the persons concerned

Note that every person concerned in a report shall enjoy the right to an effective remedy and to a fair trial, as well as the presumption of innocence and the rights of defense, including the right to be heard and the right to access their file.

The identity of persons concerned is protected for as long as investigations triggered by the report or the public disclosure are ongoing.

The persons concerned in a report will also enjoy protection of their identity.

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 8 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

7. Processing of personal data

Any processing of personal data carried in light of a Whistleblower's report, including the exchange or transmission of personal data by the competent authorities, shall be carried out in accordance with Regulation (EU) 2016/679 and Directive (EU) 2016/680 and the applicable B.I.G. Privacy Policies.

Personal data which are manifestly not relevant for the handling of a specific report shall not be collected or, if accidentally collected, shall be deleted without undue delay.

B.I.G. works with a third party who is bound by strict confidentiality and security standards for the Internal reporting tool and potential investigations. B.I.G. shall remain the data controller. Your personal data will not be disclosed or accessed by non-authorized staff members.

8. Definitions

For the interpretation, understanding and performance of the Policy, the following expressions have the below meaning unless irreconcilable with the context:


- **B.I.G.** means Beaulieu International Group NV and any group affiliate.
- **Breach** is an act or omission that:
 - is unlawful and relates to the EU acts and areas falling within the material scope referred to in the Whistleblowing Directive and the corresponding annex to the Whistleblowing Directive; and/or
 - goes against the purpose or application of the rules within the areas falling within this material scope.

The material scope covers the following breaches of law:

- the exhaustive list of EU regulations, listed in the annex to the Whistleblowing Directive, relating to:
 - public procurement;
 - financial services, products and markets, and prevention of money laundering and terrorist financing;
 - product safety and compliance;
 - transport safety;
 - protection of the environment;
 - radiation protection and nuclear safety;
 - food and feed safety, animal health and welfare;
 - public health;
 - consumer protection;
 - protection of privacy and personal data, and security of network and information systems.
- Breaches affecting the financial interests of the European Union;
- Breaches relating to the internal market, including breaches of Union competition and State aid rules, as well as breaches relating to the internal market in relation to acts which breach the rules of corporate tax or to arrangements with the purpose of obtaining a tax advantage that defeats the object or purpose of the applicable corporate tax law.
- Any extension of the material scope, determined in country-specific legislation, implementing the Whistleblowing Directive.
- **Designated Team** is an operationally independent unit established for receiving and monitoring reports made under the Policy.

For legal entities of B.I.G. with less than 250 employees, this team is centrally managed, including among others :

- the Group Internal Audit & Risk director

	WHISTLEBLOWING / SPEAK UP POLICY	Page: 9 Date: 15/02/2023 Version: 2023.01
---	----------------------------------	---

- the Group Legal director
- the Chief HR officer

If a Whistleblower objects to reporting to the centralized Designated team and requests their report to be investigated on a legal entity level, a designated team or external provider will complete the investigation and follow-up at entity level.

The designated team can always be extended/replaced by external experts, supporting Whistleblowing investigations and handling the Internal reporting tool.

- **External reporting** means to communicate information on Breaches to the competent authorities or public bodies. This communication can occur orally or in writing, depending on the conditions set by the competent authorities in each country.
- **Internal reporting** means to communicate information on Breaches or Misconduct within B.I.G. This communication can occur via the Whistleblowing Hotline.
- **Good faith** means the Whistleblower has reasonable grounds to believe that the content of his/her report on a Breach was based on true and justified suspicions or facts at the time of reporting and that such information fell within the scope of a reportable Breach as mentioned above. Moreover the report cannot be made with the intention of any kind of personal gain. However, it is not required that a report made in good faith proves to be true after investigation.
- **Misconduct** means any unacceptable, improper, dishonest, fraudulent, corrupt, illegal or unethical behavior with respect to the Code of Conduct, laws and regulations, the Code of Business Conduct & Ethics, internal policies and the Supplier Code of Conduct, other than acts qualifying as a Breach.
- **Policy** means the present regulations that lay down the terms, conditions and provisions of the whistleblowing scheme.
- **Protection** means all required measures enforced by B.I.G. to maintain the confidentiality of the Whistleblower's identity and his/her report. It also encompasses all actions that need to be taken to safeguard the Whistleblower in the framework of the Whistleblowing Directive from any form of Retaliation.
- **Retaliation** means any direct or indirect act or omission, which occurs in a Work-related context, that is promoted by Internal or External reporting or by public disclosure, and which may cause unjustified harm or discrimination to the reporting person.
- **Whistleblower** is a natural person who reports or publicly discloses information on a (potential) Breach or Misconduct that he/she acquired in the context of his or her Work-related context. These persons can be current or former employees, applicants, members, supplier, employees of a supplier, customers, etc.
- **Whistleblowing** is the act of reporting in Good Faith (either Internally or Externally) any kind of (potential) Breach or Misconduct.
- **Whistleblowing Directive** means Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of Union law.
- **Whistleblowing / Speak Up Hotline** is the common name for the Internal reporting channel that has been established by B.I.G. and can be found via <https://bintg.whisppli.com/lp/speakup>
- **Work-related context** as defined by the EU Whistleblowing Directive, means current or past work activities within B.I.G. or its affiliates, regardless of the nature of these activities, through which persons acquire information on Breaches and within which those persons could suffer retaliation if they reported such information.